

IATI MAG Meeting
2 February, 2016

Attendees:

Jamie Attard (Gates Foundation); Carolyn Culey (Development Initiatives, IATI Sec.); Yohanna Loucheur (Canada); Annelise Parr (UNDP, IATI Sec.); Alasdair Wardaugh (DFID); Elie Gasagara (INGO Accountability Charter), [replacing Sarah Johns (Bond)]

MAG members met to discuss finalising revisions to the Governing Board TORs before they are circulated to members, and to discuss the role and duties of the MAG while moving forward with the formation of the new Board.

Minutes:

Final concerns with drafted TORs & final revisions:

- It is important to make sure the different roles and duties of the Members' Assembly, Board, and Secretariat are clearly outlined.
 - Perhaps within the TORs the role and responsibilities of the MA should be outlined first, and the TORs could be expanded to outline the entire governance structure of IATI, rather than just the new Governing Board.
 - The SOP already provides a clearer outline of the different governing bodies of IATI and could provide a framework.
 - Sections 3, 4, and 5 of the SOP will be reworked to incorporate the TORs, with a note that the remaining sections of the SOP will be reworked as well in the near future.
 - This will be helpful for communicating to all members what the changes to the governance structure will look like and where responsibilities will lie following the formation of the Board.
 - A visual diagram of the new governance structure (organisational chart) will be created to accompany the re-worked SOP sections.
- The TORs should make it clear that the agencies that constitute the consortium/Secretariat shall all have a non-voting representational/supporting function.
- Is it necessary for the TORs to outline a consultation process for the Board requiring consultations with members? What would a consultation process or mechanism look like?
 - This could take the form of Board meeting agendas being made available a week before meetings are scheduled to take place.
 - Making meeting agendas available is for purposes of transparency and formal consultation would hinder and slow the work of the Board if members wish to change or add to meeting agendas. The goal is to make rules that are workable.

- One option could be an open standing-invitation for members to contact any Board member regarding any concerns. Contact information for Board members could be provided through the Secretariat.
- It should be clear that members must be proactive from their side when initiating consultations with the Board.
- Language around availability of Board members can be adjusted to read along the lines of, “The IATI Secretariat will assist in facilitating consultations between board members and the Members’ Assembly.”; Rather than being too prescriptive, Board members should to decide together what kind of consultation mechanisms they need to put in place.
- If the Board is unable to reach consensus on any matter, a simple majority is sufficient for the purposes of decision making. The Board is too small for any other decision making procedure. The important thing is for the Board to move forward and present its proposals to the MA.
- Who will be responsible for representing IATI in external situations? Only the Chair and Vice-Chair? If so, do we offer to pay expenses?
 - Given the fact that the Chair and Vice-Chair will have the appropriate titles and legitimacy to represent IATI publicly, they will be best suited to act as external representatives.
 - It is important to make this clear to potential candidates and that they understand this as part of the role.
 - Expenses will be covered following UNDP’s established rates/guidelines or going by least expensive rates for travel. The fees should be the same for any member no matter what constituency they represent.
 - It is important to acknowledge that too many expenses due to Board membership will act as a disincentive for some potential candidates.
- Time-commitment/frequency of meetings?
 - Meetings should be held at least every two months, with the possibility for the Board to hold more meetings if necessary (in the lead-up to large meetings, for example).
 - The Board will see, once it begins work, what the exact time commitment is on a month-to-month basis. We can provide an expectation for the frequency of meetings but not necessarily mandate it.
 - TORs should be clear that the IATI Secretariat will play a lead role in developing materials for the consideration and guidance of the Board. This will allay concerns for board members and the time they will need to commit.
 - If the board does not meet often enough it can lose momentum.
 - Organisational representatives who will sit on the Board will need a clear time commitment to let their organisations know how much time is necessary to dedicate to Board work.
 - Stating two days per month (rather than 12 hours) gives an indication of likely time commitment.

- Regarding the Chair and Vice-Chair, we could indicate two days per month of Board work, plus extra days for travel. These time commitments may change depending on the work of the Board.
- Having a time commitment moving forward will help potential Board members commit to attending Board meetings. Ability and dedication to attending meetings will be included in the Code of Conduct.
- The Board meeting schedule can be set in advance (by the Secretariat) in hopes that organisational representatives will be able to attend all meetings, and will not require an alternate to sit in their place.
- UNOPS is currently working on an online election platform for the Board elections.
 - We will require a simple statement of commitment to IATI and the IATI Standard and how the nominee has demonstrated that commitment. We do not want to make the process overly-bureaucratic and complicated.
- Is there any way to ensure gender-balance among the organisational representatives who will sit on the board?
 - There is not a realistic way for the Secretariat to ensure gender balance. This duty will fall upon the elected organisations. We can acknowledge the importance of gender-balance, but not proactively manage it.

The work of the MAG moving forward:

- What does the MAG think it can achieve before the establishment of the Board, or would it be better for the MAG to wait until the Board is in place and operating?
 1. The issue of hosting is complicated and the MAG is not currently adequately resourced to address it. It may be necessary to bring in an outside consultant to move the hosting process forward. Funding for a consultant will need to be sought.
 2. The MAG can create a work timeline, and consider what MAG work will be handed over to the Board in March.
 3. The MAG is equipped to work on IATI's vision and strategy, along with organisations identified at the SCM in December who are willing to provide assistance, and should begin work on this in the lead-up to the SCM in June.
 4. Initial work on items 2 and 3 will be undertaken by the Secretariat so that volunteers and MAG have something to react to.

The next MAG meeting will take place in approximately two weeks, with the exact date and time TBD. (Subsequently agreed by email and set for 10am on Monday 15th February 2016)